## IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re:	) Chapter 11
W. R. GRACE & CO., et al.,	) Case No. <b>01-1139</b> (JVF)
	) Jointly Administered
Debtors.	) Objection Date: $\frac{\text{Slpt. 3}}{\text{3}}$ , 2008, at $\frac{\text{4}^{\text{0D}}}{\text{p.m.}}$
	) Hearing Date: Scheduled if Necessary (Negative Notice)

# TWENTY NINTH MONTHLY APPLICATION OF DELOITTE & TOUCHE LLP FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES TO THE DEBTORS FOR THE PERIOD FROM MARCH 1, 2008 THROUGH MARCH 31, 2008

Name of Applicant: Deloitte & Touche LLP ("Deloitte & Touche").

<u>Authorized to Provide Professional Services to</u>: The above-captioned debtors and debtors-in-possession.

Date of Retention: February 4, 2003.

<u>Period for which Compensation and Reimbursement is Sought</u>: March 1, 2008 through March 31, 2008.

Amount of Compensation Sought as Actual, Reasonable and Necessary: \$25,650.00

Less 20% Holdback for Hourly Rate Services:

(\$5,130.00)

<sup>&</sup>lt;sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homeo International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company. 91100-001\DOCS\_DE:79005.1

Amount	of	Payment	Sought	Hercunder:

\$20,520.00

Amount of Expense Reimbursement Incurred as Actual, Reasonable, and Necessary: \$4,279.00\* \*Deloitte & Touche will provide documentation supporting these expenses in its next interim fee application filed in this matter, and will seek payment of such expenses pursuant to such fee application.

This is a:

xx monthly

interim

\_ final application.

## IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re:	) Chapter 11
W. R. GRACE & CO., et al., 1	) Case No. 01-1139 (JUF) ) Jointly Administered
Debtors.	) Objection Date: School and if Neacconny (Negrative Nation) Heaving Date: School and if Neacconny (Negrative Nation)
	) Hearing Date: Scheduled if Necessary (Negative Notice)

TWENTY NINTH MONTHLY APPLICATION OF DELOITTE & TOUCHE LLP FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES TO THE DEBTORS FOR THE PERIOD FROM MARCH 1, 2008 THROUGH MARCH 31, 2008

This twenty ninth monthly application (this "Application") of Deloitte & Touche LLP ("Deloitte & Touche") is for compensation for services rendered in connection with Deloitte & Touche's provision of certain (a) Enterprise Risk Management Services, and (b) Crisis Management Planning Services (each as more fully described below, and collectively hereinafter referred to as the "Expanded Scope Services"). Attached hereto as Exhibit A is the Verification of Edmond Landry. A summary of the Deloitte & Touche professionals providing the Expanded

<sup>&</sup>lt;sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.). CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico. Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedeo, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company. 91100-001\DOCS\_DE:79005.1

Scope Services, their positions, hours worked, hourly rates, total fees and expenses incurred is attached hereto as Exhibit B.

#### **BACKGROUND**

The initial Deloitte & Touche Retention Application seeking authority to employ and retain Deloitte & Touche as customs services providers and tax and compensation advisors to the Debtors *nunc pro tunc* to February 4, 2003 was filed by the Debtors on April 25, 2003. The order approving the Deloitte & Touche Retention Application was signed by the Court on June 17, 2003. On January 24, 2008, the Court entered an order authorizing the provision of the Expanded Scope Services (the "Expanded Scope Order").

Following the initial retention of Deloitte & Touche in these Chapter 11 cases, Deloitte & Touche implemented a reorganization of some of its business units. Pursuant to this reorganization, certain affiliates of Deloitte & Touche sought and obtained approval to provide services to the Debtors in these Chapter 11 cases as described below.

- Deloitte Consulting LLP ("Deloitte Consulting") sought to be retained as compensation advisors and to provide certain lease consulting services to the Debtors in these Chapter 11 cases. On September 27, 2004 the Court entered an order approving the retention of Deloitte Consulting nunc pro tunc to July 1, 2004.
- Deloitte Tax LLP ("Deloitte Tax") sought to be retained as tax services providers to the Debtors in these Chapter 11 cases. On December 21, 2004, the Court entered and order approving the retention of Deloitte Tax nunc pro tunc to August 22, 2004.
- Deloitte Financial Advisory Services LLP ("Deloitte FAS") sought to be retained to provide certain due diligence services to the Debtors. On November 26, 2007 the court entered an order approving the retention of Deloitte FAS nunc pro tunc to October 1, 2007.

Deloitte Consulting, Deloitte Tax and Deloitte FAS have filed and will continue to file separate monthly applications, along with separate interim and final fee applications seeking compensation and expense reimbursement in these Chapter 11 cases.

#### **DESCRIPTION OF THE EXPANDED SCOPE SERVICES**

The Enterprise Risk Management Services consist of assisting the Debtors in supporting their enterprise risk management implementation initiative, including assisting the Debtors in (a) developing and launching its risk management approach, (b) completing a self assessment of the Debtors' key risks and developing an overall organizational risk profile, and (c) prioritizing the Debtors' risks and identifying enterprise risk management capability improvement opportunities.

The Crisis Management Planning Services consist of assisting the Debtors in (a) identifying and validating the organizational components of the Debtors' crisis management plan, (b) assisting with the Debtors' existing crisis management process, and (c) identifying, validating, and developing the components of the Debtors' crisis management plan. No Crisis Management Services where provided to the Debtors during the monthly period covered by this Application. Accordingly, no compensation or expense reimbursement for the provision of such services is sought hereunder.

#### FEE AND EXPENSE REIMBURSEMENT DETAIL

Because the Expanded Scope Services involve the performance of tasks that may readily be grouped into discrete categories, the Debtors requested that Deloitte & Touche be relieved from the applicable provisions of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules, and any applicable orders of this Court, requiring Deloitte & Touche to provide daily activity descriptions of its personnel providing the Expanded Scope Services as part of its monthly fees applications, or interim or final fee applications in

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these Chapter 11 cases. Such relief was granted under the Expanded Scope Order. Pursuant to the Expanded Scope Order, Deloitte & Touche has provided daily time records of its personnel reflecting the number of hours devoted by such personnel to discrete categories of tasks comprising the Expanded Scope Services as more fully described below.

Consistent with the Expanded Scope Order, attached hereto as Exhibit C is a spreadsheet listing the discrete categories of services comprising the Enterprise Risk Management Services, indicating the number of hours devoted to each such category by the Deloitte & Touche personnel providing such services on daily basis along the total number of hours devoted to providing services under each such category.

**DELOITTE & TOUCHE LLP** 

Edmond Landry, Partner

Enterprise Risks Management Services and Crisis Risk Management Services providers to the Debtors

Monthly Period of March, 2008

### EXHIBIT A VERIFICATION OF EDMOND LANDRY

## IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

)	Chapter 11
)	Case No. 01-1139 (TW)
)	Jointly Administered
	) ) )

Edmond Landry, after being duly sworn according to law, deposes and says:

- a) I am a partner with the applicant accounting firm of Deloitte & Touche LLP.
- b) I have personal knowledge of Deloitte & Touche LLP's retention to provide the Expanded Scope Services to the Debtors in these Chapter 11 cases.
- c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have informed of the requirements of Del.Bankr.LR 2016-2 and the 'Amended Administrative Order Under 11 U.S.C. §§105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members', signed April

<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Ashestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company. 91100-001\DOCS\_DE:79005.1

17, 2002, and submit that the Application complies with such Rule and Order, as modified by the Expanded Scope Order.

Edmond Landry, Partne

Enterprise Risks Management Services and Crisis Risk Management Services providers to the Debtors Monthly Period of March, 2008

SWORN AND SUBSCRIBED before me this 2 day of Ligas , 2008.

Notary Public

My Commission Expire

	Exhil	oit B Sun	nmary -	- March 2	008	
Name	Level	Hours	Rate	Total Fees	Expenses	Total
KIMBROUGH, ROBERT LANE	Manager	52.5	\$300.00	\$15,750.00	\$2,374.00	\$18,124.00
STURISKY, DERRICK LARRY	Senior Manager	30.0	\$330.00	\$9,900.00	\$1,905.00	\$11,805.00
TOTALS		82.5		\$25,650.00	\$4,279.00	\$29,929.00

EXHIBIT C
W. R. Grace Work Activity - Daily Hours

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EXHIBIT C
W. R. Grace Work Activity - Daily Hours
EDM Project - March 2008

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EXHIBIT C
W. R. Grace Work Activity - Daily Hours

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CONSULTANT NAME	۵	Kimbrough	Sturisky	Landry	Cronin		Kimbrough	Sturisky	l		Dixon	2	Sturisky		Cronin		7	Sturisky		l	Dixon	Kimbrough	Sturisky		Cronin
TOTAL HOURS BY DAY (FROM DTE)	0.0	0.0	0.0	0.0	0,0	0.0	0.0	0.0	0.0	9	0.0	0.0	2.0	0.0	0.0	9	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
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EXHIBIT C
W. R. Grace Work Activity - Daily Hours
ERM Project - March 2008

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TOTAL HOURS BY DAY (FROM DTE	0.0	8.0	8.0	0.0	0.0	0.0	8.0	8.0	0.0	0.0	0.0	8.0	0.0	0.0	0.0	0.0	2.0	0.0	0.0	0.0	0.0	2.0	0.0	0.0	0.0	0.0	2.0	0,0	0.0	0.0	82.5
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